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15 Attorneys for Defendants
UBER TECHNOLOGIES, INC.
16 and OTTOMOTTO LLC

17 UNITED STATES DISTRICT COURT
18 NORTHERN DISTRICT OF CALIFORNIA
19 SAN FRANCISCO DIVISION

20 WAYMO LLC,
21 Plaintiff,
22 v.
23 UBER TECHNOLOGIES, INC.,
24 OTTOMOTTO LLC; OTTO TRUCKING LLC,
25 Defendants.

Case No. 3:17-cv-00939-WHA

**DECLARATION OF MICHELLE
YANG IN SUPPORT OF PLAINTIFF
WAYMO LLC'S ADMINISTRATIVE
MOTION TO FILE UNDER SEAL ITS
OPPOSITION TO DEFENDANTS'
MOTION TO EXCLUDE WAYMO'S
DAMAGES EXPERT MICHAEL J.
WAGNER (DKT. 1777)**

1 I, Michelle Yang, declare as follows:

2 1. I am an attorney at the law firm of Morrison & Foerster LLP. I make this
3 declaration based upon matters within my own personal knowledge and if called as a witness, I
4 could and would competently testify to the matters set forth herein. I make this declaration in
5 support of Plaintiff Waymo LLC's Administrative Motion to File Under Seal Its Opposition to
6 Defendants' Motion to Exclude Waymo's Damages Expert Michael J. Wagner (Dkt. 1777).

7 2. I have reviewed the following documents and confirmed that only the portions
8 identified below merit sealing:

Document	Portions to Be Filed Under Seal
Waymo's Opposition to Defendants' Motion to Exclude Waymo's Damages Expert Michael J. Wagner ("Opposition")	Red Boxes
Exhibit 1	Red Boxes
Exhibits 4-9	Entire Documents

15 3. The red boxes in the Opposition contain highly confidential information discussing
16 Uber's financial forecasts based on hypothetical assumptions, market strategy, development
17 timeline estimates, and strategic business considerations. They also contain information
18 regarding detailed financial terms of Uber's business agreements. This information is not
19 publicly known, and its confidentiality is strictly maintained. I understand that disclosure of this
20 information could allow competitors and counterparties to gain insight into how Uber's internal
21 assumptions, business strategy, development timeline, and financial terms. Disclosure of this
22 information could significantly harm Uber's competitive standing.

23 4. The red boxes in Exhibit 1 contain highly confidential information regarding an
24 Uber employee's discussion of business strategy, market assumptions, and development timeline.
25 This information is not publicly known, and its confidentiality is strictly maintained. I understand
26 that disclosure of this information could allow competitors and counterparties to gain insight into
27
28

1 how one type of analysis at Uber of business strategy and development timeline. Disclosure of
2 this information could significantly harm Uber's competitive standing.

3 5. The entireties of Exhibits 5, 7, and 9 are internal company presentations and
4 documents containing highly confidential information regarding Uber's financial forecasts based
5 on hypothetical assumptions, as well as development timeline estimates, business operating
6 details, and pricing strategy. The entirety of Exhibit 4 is an internal email discussing inputs to
7 these presentations and documents, which reflect Uber's internal assumptions and business
8 strategy, and the entirety of Exhibit 6 is a reply expert report that also discusses this highly
9 confidential information, as well as other highly confidential information about Uber's costs and
10 development timeline. The entirety of Exhibit 8 is an email that discusses specific variables in
11 these presentations and documents, which reflect Uber's internal assumptions and business
12 strategy. All of this highly confidential information reflect detailed information about Uber's
13 internal assumptions, strategy, finances, and technical development, and are maintained as
14 confidential. Disclosure of this information could allow competitors to acquire insight into Uber's
15 internal assumptions, business strategy, costs, development timeline, and pricing strategy,
16 allowing competitors to tailor their own business strategy to the detriment of Uber.

17 6. The entirety of Exhibit 9 also contains highly confidential information regarding a
18 business agreement, including terms and conditions such as the specific obligations and
19 responsibilities of each party, specific financial terms of the agreement, and specific commercial
20 terms of the agreement that contain financial details. This information is not publicly known, and
21 its confidentiality is strictly maintained. I understand that disclosure of this information could
22 allow competitors and counterparties to gain insight into how Uber structures its business
23 agreements, including detailed information about financial and commercial terms offered by
24 Uber, allowing them to tailor their own negotiation or business strategy to the detriment of Uber.

25 7. Defendants' request to seal is narrowly tailored to the portions of Waymo's
26 Motion and its supporting papers that merit sealing.

1 I declare under penalty of perjury that the foregoing is true and correct. Executed this
2 26th day of September, 2017 in San Francisco, California.

3
4 /s/ Michelle Yang

Michelle Yang

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8 **ATTESTATION OF E-FILED SIGNATURE**

9 I, Arturo J. Gonzalez, am the ECF User whose ID and password are being used to file this
10 Declaration. In compliance with General Order 45, X.B., I hereby attest that Michelle Yang has
11 concurred in this filing.

12
13 Dated: September 26, 2017

/s/ Arturo J. Gonzalez

ARTURO J. GONZALEZ